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E-Filed: November 6, 2014

UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF NEVADA

In re:) Case No. 14-15912-ABL
)
Jeffrey S. Life,) Chapter 11
)
Debtor.) Hearing Date: November 19, 2014
) Hearing Time: 1:30 p.m.
)

**DECLARATION IN SUPPORT OF OPPOSITION TO THE MOTION
FOR RELIEF FROM STAY TO PROCEED WITH ARBITRATION**

Jeffrey S. Life, the above-captioned debtor and debtor-in-possession (the “Debtor”),
by and through his counsel of record, The Schwartz Law Firm, Inc., hereby files the
Declaration of Erik W. Fox in Support of Opposition to the Motion of Cenegenics, LLC for
Relief from Stay to Proceed with Arbitration, attached hereto as Exhibit A.

Dated this 6th day of November, 2014.

Respectfully Submitted,

/s/Samuel A. Schwartz
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Attorneys for the Debtor

CERTIFICATE OF SERVICE

I HEREBY certify that a true and correct copy of the forgoing was sent electronically
via the Court's CM/ECF system on November 6, 2014, to the following:

ERIK W. FOX on behalf of Debtor JEFFRY S. LIFE
EFOX@MACLAW.COM, HBENEDICT@MACLAW.COM

TIMOTHY A LUKAS on behalf of Creditor CENEGENICS, LLC
ecflukast@hollandhart.com

EDWARD M. MCDONALD on behalf of U.S. Trustee U.S. TRUSTEE - LV - 11
edward.m.mcdonald@usdoj.gov

JEFFREY SLOANE on behalf of Creditor FORD MOTOR CREDIT
barbara@jsloanelaw.com

U.S. TRUSTEE - LV - 11
USTPRegion17.lv.ecf@usdoj.gov

JOSEPH G. WENT on behalf of Creditor CENEGENICS, LLC
JGWent@hollandhart.com, agstajkowski@hollandhart.com

JOSEPH G. WENT on behalf of Plaintiff CENEGENICS, LLC
JGWent@hollandhart.com, agstajkowski@hollandhart.com

/s/Christy L. Cahall
Christy L. Cahall

Exhibit A

**DECLARATION OF ERIK W. FOX IN SUPPORT OF OPPOSITION TO MOTION
FOR RELIEF FROM STAY**

I, Erik W. Fox, declare as follows:

1. Cenegenics has not followed the arbitration provision of the ILA and no arbitration is pending or was pending prepetition.

2. The termination of the MSA occurred on March 1, 2014, and neither party has initiated arbitration concerning that event.

3. The other alternative dispute resolution provision within the MSA is the "Valuation Process", which is designed to resolve any dispute concerning the amount Cenegenics is required to pay to Dr. Life for his medical practice (the "PC") upon termination. Cenegenics has operated the PC since March 1, 2014, without making any payments to Dr. Life or his PC.

4. The valuation process for the PC is nearly completed as follows:

- The PC gave Cenegenics notice of termination on December 26, 2013;
- The MSA terminated on March 1, 2014;
- The PC retained a CPA who opined that the Practice is worth \$1,023,000;
- Cenegenics retained a CPA who opined that the Practice has a value of zero;
- The two CPA's met and conferred. Unable to reach an agreement, the two CPA's designated a third CPA, George Swarts, as the Resolver;
- On September 12, 2014, the PC, through counsel, provided both reports to Mr. Swarts and asked him to derive his own valuation number within 30 days (in accordance with Section 8.5(B)(iii) of the MSA); and
- On September 22, 2014, Cenegenics wrote a letter to Mr. Swarts and informed him that he could not proceed "due to the automatic stay."

5. I sent a letter to George Swarts (the "Resolver" of the valuation procedure) on October 22, 2014. A true, correct and authentic copy of the correspondence is attached to the Opposition.

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Pursuant to NRS § 53.045 and 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the State of Nevada that the foregoing is true and correct.¹

Dated this 5th day of November, 2014.

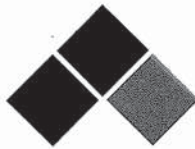

ERIK W. FOX

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¹ **NRS 53.045** Use of unsworn declaration in lieu of affidavit or other sworn declaration. Any matter whose existence or truth may be established by an affidavit or other sworn declaration may be established with the same effect by an unsworn declaration of its existence or truth signed by the declarant under penalty of perjury, and dated, in substantially the following form.

28 U.S.C. § 1746 Wherever, under any law of the United States or under any rule, regulation, order, or requirement made pursuant to law, any matter is required or permitted to be supported, evidenced, established, or proved by the sworn declaration, verification, certificate, statement, oath, or affidavit, in writing of the person making the same (other than a deposition, or an oath of office, or an oath required to be taken before a specified official other than a notary public), such matter may, with like force and effect, be supported, evidenced, established, or proved by the unsworn declaration, certificate, verification, or statement, in writing of such person which is subscribed by him, as true under penalty of perjury, and dated, in substantially the following form



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October 22, 2014

Via Email

George C. Swarts, CPA
Swarts & Swarts
10091 Park Run Drive, Suite 200
Las Vegas, Nevada 89145
Email: george@cpa-lv.com

Re: Dr. Jeffry S. Life, M.D. PC/Cenegenics
Our File No. 10145-19

Dear Mr. Swarts:

The automatic stay under the bankruptcy code simply prohibits creditors from pursuing claims against a debtor outside of bankruptcy court. Here, you are not being asked to adjudicate claims Cenegenics may have against Dr. Life personally. Your sole duty is to determine the value of the PAMMP. The Management Services Agreement gives you no authority to adjudicate claims against Dr. Life even if the stay were to be lifted. Therefore, we ask that you determine the value of the PAMMP in accordance with the Agreement.

Sincerely,

MARQUIS AURBACH COFFING

Erik W. Fox, Esq.

EWf:hab

cc: Anthony L. Hall, Esq.;
Albert G. Marquis, Esq.

MAC: 2353135_1 10/22/2014 9:17 AM